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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-01/28/99--01082--009
*****78.75 *****78.75

SUBJECT: Secret Pals, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

Jean Pollack

Name (Printed or typed)

P.O. Box 17063

Address

West Palm Beach, FL 33416

City, State & Zip

(561) 968-4055

Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 28 AM 9:10

FILED

NOTE: Please provide the original and one copy of the articles.

661/12/99
mzw

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
FOR A FLORIDA
NOT FOR PROFIT CORPORATION
IN THE NAME OF

SECRET PALS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

Secret Pals, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Place of business: 4128 Canal 9 Road
West Palm Beach, Fl 33406

Mailing Address: P.O. Box 17063
West Palm Beach, Fl 33416

ARTICLE III PURPOSE(S)

The specific purpose(s) for which the corporation is organized is (are):

Secret Pals, Inc. is a charitable Florida corporation. The corporation is organized exclusively for, and will be operated exclusively for charitable, educational and literary purposes.

Secret Pals, Inc. motivates mainstreamed, physically-handicapped students to improve their reading, writing, and spelling skills while raising self-esteem through the venue of a secret pal. Eligible students attend a county, state or federally funded school, low to middle income, attend regular classes, and have a special education teacher.

The children attend elementary or middle school and all ethnicities will be served.

No part of the corporation's net earnings shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation of services rendered and to make payments and distributions in furtherance of the purposes set forth in the first and second paragraphs of this article. No substantial part of the activities of the corporation shall be

the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign or behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

Upon the dissolution of the corporation, Secret Pals, Inc., assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Secret Pals, Inc. applying for tax-exempt status under 501(c)(3) of the Internal Revenue Code.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is:

Secret Pals, Inc.'s Board of Directors will initially be appointed by the founder and program director. The board will consist of 3 directors for the first year. In the second year, two more directors will be added. The Board of Directors will operate each year with 5 (five) directors sitting on the Board.

A Director will meet the following criteria:

1. Has sincere interest and dedication to helping the target population.
2. Brings to Secret Pals, Inc. a talent or business acumen to help the corporation grow and enhance its services to the target population.
3. Will attend quarterly Board of Directors Meetings and acknowledge that attendance of 3 of the 4 meetings is required to remain on the Board of Directors.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Jean Pollack
4128 Canal 9 Road
West Palm Beach, Fl 33406

ARTICLE VI INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation :

Jean Pollack
4128 Canal 9 Road
West Palm Beach, Fl 33406

Jean Pollack Jean Pollack Jan. 26, 1999
Signature/Incorporator Date

(Print and write name above)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

Jean Pollack
Signature/Registered Agent
(Write name only)

Jan. 26, 1999
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA